

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	:
	:
SEARS HOLDINGS CORPORATION, et al.,	:
	:
	:
Debtors.¹	:
-----X	

Chapter 11
Case No. 18-23538 (RDD)
(Jointly Administered)

AFFIDAVIT OF SERVICE

I, Nuno Cardoso, depose and say that I am employed by Prime Clerk LLC ("**Prime Clerk**"), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On April 2, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served by the method set forth on the Master Service List attached hereto as **Exhibit A**:

- Declaration of Susan E. Bow as Representative of Commercial Real Estate Appraisal and Valuation Advisor to the Official Committee of Unsecured Creditors [Docket No. 3022]

[Remainder of page intentionally left blank]

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Dated: April 5, 2019


Nuno Cardoso

State of New York
County of New York

Subscribed and sworn to (or affirmed) before me on April 5, 2019, by Nuno Cardoso, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: 

Oleg Bitman
Notary Public, State of New York
No. 01816339574
Qualified in Queens County
Commission Expires: April 04, 2020

Exhibit A

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Exhibit A
Master Service List
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel to State of Michigan, Department of Treasury	AG and Assistant AG for the State of Michigan, Dept. of Treasury	Attn: Dana Nessel, Juandisha M. Harris 3030 W. Grand Blvd. Cadillac Place, Ste. 10-200 Detroit MI 48202	harrisj12@michigan.gov	Email
Proposed Counsel to Official Committee of Unsecured Creditors of Sears Holdings Corporation, et al.	Akin Gump Strauss Hauer & Feld LLP	Attn: Ira S. Dizengoff, Philip C. Dublin, Abid Qureshi, Sara L. Brauner One Bryant Park New York NY 10036	idizengoff@akingump.com pdublin@akingump.com aqureshi@akingump.com sbrauner@akingump.com	Email
Attorneys for Aldine Independent School District	Aldine Independent School District	Attn: Pamela H. Walters, Johnetta Lang 2520 W.W. Thorne Drive Houston TX 77073	bnkatty@aldineisd.org	Email
As Agent Bayview Loan Servicing, LLC, the Bank of New York Mellon FKA the Bank of New York	Aldridge Pite, LLP	Attn: Jenelle C. Arnold 4375 Jutland Drive, Suite 200 P.O. Box 17933 San Diego CA 92177-0933	jarnold@aldridgepite.com	Email
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Counsel to Rare Hospitality Management, LLC, Rare Hospitality International, Inc., Cheddars Casual Café, Inc., and Darden Restaurants, Inc.	Arent Fox LLP	Attn: Andrew I. Silfen, Beth Brownstein 1301 Avenue of the Americas Floor 42 New York NY 10019	andrew.silfen@arentfox.com beth.brownstein@arentfox.com	Email
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Counsel to American Greetings Corporation	Baker & Hostetler LLP	Attn: Eric R. Goodman Key Tower 127 Public Square, Suite 2000 Cleveland OH 44114	egoodman@bakerlaw.com	Email

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Exhibit A
Master Service List
Served as set forth below

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Counsel to The Macerich Company, Starwood Retail Partners, LLC, Acadia Realty Limited Partnership, C.E. John Company, Inc., Centennial Real Estate Co., CenterCal Properties, LLC, GS Pacific ER, LLC, PGIM Real Estate, Vintage Real Estate, LLC, WBCMT 2007-C33 Independence Center, LLC, and White Plains Galleria Limited Partnership	Ballard Spahr LLP	Attn: Dustin P. Branch 2029 Century Park East Suite 800 Los Angeles CA 90067-2909	branchd@ballardspahr.com	Email
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Exhibit A
Master Service List
Served as set forth below

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Counsel to Hansae Co. Ltd., Kin Properties, Inc.; Aleff LLC; Arcolo Limited Partnership; Cansan Company, LLC; Fairsan Company LLC; Floreff LLC; Fundamentals Co LLC; Greenmich LLC; Hareff LLC; Hillsborough Associates; Jeffrey Sandelman, Alison Schreier and Tracey Brewer, Successor Co-Trustees of the Pasan Trust; Mantkin LLC; Musue LLC; Nathan Alison LLC; Sugencole LLC; Sugengran LLC; Sugengran LLC; and Sugensteve LLC	Blank Rome LLP	Attn: Stanley B. Tarr, Evan J. Zucker The Chrysler Building 405 Lexington Avenue New York NY 10174	Tarr@BlankRome.com EZucker@BlankRome.com	Email
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Exhibit A
Master Service List
Served as set forth below

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Local Counsel to BH North American Corporation	Carter Conboy Case Blackmore Maloney & Laird, P.C.	Attn: Michael J. Catalfimo, Esq., John R. Canney, IV, Esq. 20 Corporate Woods Blvd. Suite 500 Albany NY 12211	mcatalfimo@carterconboy.com	Email
Counsel to the Bank of New York Mellon Trust Company and the Chase Manhattan Bank, N.A., Successor Trustees for the SRAC Unsecured PIK Notes (Top 20 Unsecured Creditor), SRAC Unsecured Notes, and the SRAC Medium Term Notes (Top 5 Secured Creditor)	Carter Ledyard & Milburn LLP	Attn: James Gadsden, Esq. 2 Wall Street New York NY 10005	gadsden@clm.com bankruptcy@clm.com Dennis.roemlein@bnymellon.com	First Class Mail and Email
Counsel to ZG Apparel Group LLC, Studio 1 Div. of Shazdeh Fashions and The Libman Company	Certilman Balin Adler & Hyman, LLP	Attn: Richard J. McCord, Esq., Robert D. Nosek, Esq. 90 Merrick Avenue East Meadow NY 11554	rmccord@certilmanbalin.com rnosek@certilmanbalin.com	Email
United States Bankruptcy Court for the Southern District of New York	Chambers of Honorable Robert D. Drain	Sears Chambers Copy US Bankruptcy Court SDNY 300 Quarropas Street, Room 248 White Plains NY 10601		First Class Mail
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Counsel to JPP, LLC, as agent under the Second Lien Credit Facility, IP/Ground Lease Term Loan Facility, the Consolidated Secured Loan Facility, and ESL Investments, Inc. and its affiliates (including JPP, LLC, & JPP II, LLC)	Cleary, Gottlieb, Steen & Hamilton LLP	Attn: Sean A. O'Neal, Andrew Weaver, Rahul Mukhi, Jennifer Kennedy Park One Liberty Plaza New York NY 10006	soneal@cgsh.com aweaver@cgsh.com rmukhi@cgsh.com jkpark@cgsh.com	First Class Mail and Email
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Exhibit A
Master Service List
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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Trustee for the Second Lien PIK Notes, the Holdings Unsecured Notes (8.00%), and the Holdings Unsecured PIK Notes (8.00%), and Top Creditor	Computershare Trust Company, N.A.	Attn: Michael A. Smith, Vice President – Corporate Trust 2950 Express Drive South, Suite 210 Islandia NY 11749	Michael.smith2@computershare.com	First Class Mail and Email
Counsel to IRC Marketplace at Six Corners, L.L.C. and IRC Park Center Plaza, L.L.C.	Connolly Gallagher LLP	Attn: Karen C. Bifferato, Kelly M. Conlan, N. Christopher Griffiths The Brandywine Building 1000 West Street, Suite 1400 Wilmington DE 19801	kbifferato@connollygallagher.com kconlan@connollygallagher.com cgriffiths@connollygallagher.com	Email
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DFS Services, LLC	DFS Services, LLC	Attn: Beth J. Solomon 2500 Lake Cook Road Riverswoods IL 60015	bethsolomon@discover.com	Email

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Exhibit A
Master Service List
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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Counsel to the Chubb Companies	Duane Morris LLP	Attn: Wendy M. Simkulak, Esquire & Catherine B. Heitzenrater, Esquire 30 South 17th Street Philadelphia PA 19103	WMSimkulak@duanemorris.com Cheitzenrater@duanemorris.com	Email
Counsel to Landlord of Kmart store in Frederiksted, VI (Store #7413) referred in various papers as Sunshine Shopping Center Inc, Mall of Saint Croix, Sunshine Mall, Hatim Yusuf, and Plaza Juana Diaz, landlord of Kmart Store in Puerto Rico (Store #3993)	Edgardo Munoz, PSC	Attn: Edgardo Munoz, PSC 364 Calle Lafayette San Juan PR 00917-3113	emunozPSC@gmail.com	Email
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Exhibit A
Master Service List
Served as set forth below

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Master Service List
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Master Service List
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Master Service List
Served as set forth below

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Master Service List
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Counsel to the Taubman Landlords	Taubman Landlords	Attn: Andrew S. Conway 200 East Long Lake Road Suite 300 Bloomfield Hills MI 48304	aconway@taubman.com	Email
Successor Trustee for the SRAC Unsecured PIK Notes, SRAC Unsecured Notes, and the SRAC Medium Term Notes	The Bank of New York Mellon Trust Company	Attn: Corporate Trust Administration 101 Barclay St., Floor 8W New York NY 10286		First Class Mail
Counsel to Stockton Mariposa LLC	The Law Office of Thomas A. Farinella, P.C.	Thomas A. Farinella, Esq. 260 Madison Avenue Suite 8090 New York NY 10016	tf@lawtaf.com	Email
Top 5 Secured Creditor and Pension Benefit Guaranty Corporation ("PBGC")	The Pension Benefit Guaranty Corporation (PBGC)	Attn: Judith Starr, Kartar S. Khalsa, William McCarron, Jr., & Adi Berger, Director Office of the General Counsel 1200 K Street, N.W. Washington DC 20005-4026	Starr.Judith@pbgc.gov mccarron.william@pbgc.gov efile@pbgc.gov	First Class Mail and Email
Counsel to Mien Co., Ltd., Helen Andrews Inc, Strong Progress Garment Factory Company Limited, Shanghai Fochier	The Sarachek Law Firm	Attn: Joseph E. Sarachek 101 Park Avenue 27th Floor New York NY 10178	joe@saracheklawfirm.com	Email
Counsel to 1803, LLC, and Camegaran, LLC	The Tsang Law Firm, P.C.	Attn: Michael Tsang 40 Wall Street 26th Floor New York NY 10005	mtsang@tsanglawfirm.com	Email
Counsel to Virginia Surety Company, Inc.	Thompson Hine LLP	Attn: Curtis L. Tuggle 3900 Key Center 127 Public Square Cleveland OH 44114-1291	Curtis.Tuggle@ThompsonHine.com	Email
Counsel to the Movant, Martha G. West	Tirelli Law Group, LLC	c/o Linda M. Tirelli, Esq. 50 Main Street, Suite 1265 White Plains NY 10606	ltirelli@tw-lawgroup.com	Email
Top 20 Unsecured Creditor	TJ Tianxing Kesheng Leather Products Co Ltd	Attn: Power Wang No. 2 Jianshe Road Baodi District Tianjin Tianjin 301200 China	powerwangtxks@vip.126.com	First Class Mail and Email
Counsel to the Tennessee Department of Revenue	TN Dept of Revenue	Attn: Herbert H. Slatery III, Marvin E. Clements, Jr. c/o TN Attorney General's Office, Bankruptcy Division PO Box 20207 Nashville TN 37202-0207	AGBankNewYork@ag.tn.gov	Email
Counsel to Superb International Co., Ltd.	Tobias Law Firm, P.C.	Attn: David G. Tobias 600 Third Avenue, 15th Floor New York NY 10016	dtobias@tobiaslawpc.com	Email
Counsel to MP Holdings LLC and Larry D. Kelley	Trainor Fairbrook	Attn: Jennifer L. Pruski 980 Fulton Avenue Sacramento CA 95825	jpruski@trainorfairbrook.com	Email
Counsel to Travis County	Travis County Attorney	Attn: David Escamilla, Kay D. Brock P.O. Box 1748 Austin TX 78767	kay.brock@traviscountytx.gov	Email
United States Attorney's Office for the Southern District of New York	US Attorney for Southern District of New York	Attn: Bankruptcy Division 86 Chambers Street 3rd Floor New York NY 10007	David.Jones6@usdoj.gov Jeffrey.Oestericher@usdoj.gov Joseph.Cordaro@usdoj.gov Carina.Schoenberger@usdoj.gov Lawrence.Fogelman@usdoj.gov Peter.Aronoff@usdoj.gov Linda.Riffkin@usdoj.gov	First Class Mail and Email
Counsel to Village of Hoffman Estates	Vedder Price P.C.	Attn: Joshua A. Dunn, Esq., Michael Schein 1633 Broadway 31st Floor New York NY 10019	jdunn@vedderprice.com	Email
Counsel to Agri-Fab, Inc.	Vedder Price P.C.	Attn: Kevin J. Etzel 1633 Broadway 31st Floor New York NY 10019	ketzel@vedderprice.com	Email

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Exhibit A
Master Service List
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel to NorthStar Group Services, Inc., and Village of Hoffman Estates	Vedder Price P.C.	Attn: Michael L. Schein 1633 Broadway 31st Floor New York NY 10019	mschein@vedderprice.com	Email
Counsel to Verizon Capital Corp. and NCC Key Company	Verizon Capital Corp.	Attn: Marva M. Levine 221 East 37th Street 7th Floor New York NY 10016	marva.m.levine@verizon.com	Email
Counsel to Hanesbrands, Inc.	Waldrep LLP	Attn: Thomas W. Waldrep, Jr. 101 S. Stratford Road Suite 210 Winston-Salem NC 27104	notice@waldrepllp.com	Email
Counsel to Schindler Elevator Corporation	Walsh Pizzi O'Reilly Falanga LLP	Attn: Stephen V. Falanga, Esq. One Riverfront Plaza 1037 Raymond Blvd., Ste. 600 Newark NJ 07012	sfalanga@walsh.law	Email
Counsel to Wolverine World Wide, Inc. and its affiliates, Chervon (HK), Ltd.	Warner Norcross + Judd LLP	Attn: Gordon J. Toering 900 Fifth Third Center 111 Lyon Street, NW Grand Rapids MI 49503	gtoering@wnj.com	Email
Counsel to Levcom Wall Plaza Associates and West Orange Plaza	Wasserman, Jurista & Stolz, P.C.	Attn: Donald W. Clarke 110 Allen Rd. Ste. 304 Basking Ridge NJ 07920	Dclarke@wjslaw.com	Email
Counsel to Debtors	Weil, Gotshal & Manges LLP	Attn: Ray C. Schrock, P.C., Jacqueline Marcus, Garrett A. Fail, Sunny SinghJared R. Friedmann, Jessie B. Mishkin, Esq. 767 Fifth Avenue New York NY 10153	ray.schrock@weil.com garrett.fail@weil.com jacqueline.marcus@weil.com sunny.singh@weil.com JeriLeigh.Miller@weil.com jessica.liou@weil.com Paloma.VanGroll@weil.com Jared.Friedmann@weil.com Jessie.Mishkin@weil.com	Email
Counsel to Lake Success Shopping Center LLC and CE Vernon II, LLC	Weiss Zarett Brofman Sonnenklar & Levy, P.C.	Attn: Michael D. Brofman, Esq. 3333 New Hyde Park Road Suite 211 New Hyde Park NY 11042	mbrofman@weisszarett.com	Email
Counsel to Toyota Industries Commercial Finance, Inc.	Weltman, Weinberg & Reis Co., L.P.A.	Attn: Scott D. Fink Lakeside Place, Suite 200 323 W. Lakeside Avenue Cleveland OH 44113-1099	sfink@weltman.com	Email
Counsel to Amerco Real Estate Company, Salesforce.com, Inc., Cisco Systems, Inc., and Google LLC	White and Williams LLP	Attn: James C. Vandermark 7 Times Square Suite 2900 New York NY 10036-6524	vandermarkj@whiteandwilliams.com	Email
Counsel to Angela Kelly and Janyce L. MacKenzie	Whiteford, Taylor & Preston LLC	Attn.: Kenneth M. Lewis, Esq. 220 White Plains Road Second Floor Tarrytown NY 10591	klewis@wtplaw.com	Email
Counsel to the J.M. Smucker Company and Ainsworth Pet Nutrition LLC	Whiteford, Taylor & Preston LLC	Attn: Stephen B. Gerald The Renaissance Centre 405 North King Street, Suite 500 Wilmington DE 19801-3700	sgerald@wtplaw.com	Email
Counsel to 156 Tom Hill LLC	Wiles & Wiles, LLP	Attn: Victor W. Newmark, Esq. 800 Kennesaw Avenue Suite 400 Marietta GA 30060-7946	bankruptcy@evict.net	Email
Counsel to Capref Burbank, LLC	Williams Legal Advisory Group, LLC	Attn: Amy M. Williams 169 Ramapo Valley Road Suite 106 Oakland NJ 07436	awilliams@williamsadvisors.com	Email
Counsel to Drayton Plains (MI), LLC	Willkie Farr & Gallagher LLP	Attn: Alan J. Lipkin, Gabriel Brunswick 787 Seventh Avenue New York NY 10019	alipkin@willkie.com gbrunswick@willkie.com	Email

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Exhibit A
Master Service List
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Wilmington Savings Fund Society, FSB, as Trustee of the 7.00% 12.00% PIK-Toggle Notes	Wilmington Savings Fund Society, FSB	Attn: Patrick J. Healy 501 Carr Road Suite 100 Wilmington DE 19801	phealy@wsfsbank.com	Email
Indenture Trustee for the Second Lien Notes	Wilmington Trust, National Association	Attn: Sears Holdings Corp. Administrator Corporate Capital Markets 50 South Sixth Street, Suite 1290 Minneapolis MN 55402		First Class Mail
Counsel to Wilmington Trust, National Association, as indenture trustee and collateral agent	Wilmington Trust, National Association	Attn: Steven Cimalore, Vice President Rodney Square North 1100 North Market Street Wilmington DE 19890-0001	scimalore@wilmingtontrust.com	Email
Counsel to Eastview Mall, LLC, Greece Ridge, LLC & The Marketpalce	Wilmore Management Group LLC	Attn: Donald C. Cowan, Jr. 1265 Scottsville Road Rochester NY 14624		First Class Mail
Counsel to Putnam County and Tomra/RSI, LLC	Wilson, Elser, Moskowitz, Edelman & Dicker LLP	Attn: David L. Tillem 1133 Westchester Avenue White Plains NY 10604	david.tillem@wilsonelser.com	Email
Counsel to 4th Street South II, LLC	Witte Law Offices, PLLC	Attn: Norman C. Witte 119 E. Kalamazoo Street Lansing MI 48933-2111	ncwitte@wittelaw.com	Email
Counsel to Wolf Family Series LP d/b/a Series III, Ontario Enterprises of the Wolf Family Series LP	Wolf, Rifkin, Shapiro, Schulman & Rabkin, LLP	Attn: Simon Aron 11400 West Olympic Boulevard 9th Floor Los Angeles CA 90064-1582	saron@wrsllawyers.com	Email
Counsel to Movant Mario Aliano	Zimmerman Law Offices, P.C.	Attn: Thomas A. Zimmerman, Jr. 77 West Washington Street Suite 1220 Chicago IL 60602	tom@attorneyzim.com	Email